



LOUISVILLE & NASHVILLE RAILROAD COMPANY

908 W. BROADWAY • LOUISVILLE, KENTUCKY 40203 TELEPHONE (502) 587-5235

LAW DEPARTMENT

August 23, 1978

Mr. H. G. Homme, Jr.
Acting Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. 6948-1 Filed & Recorded

AUG 28 1978 3 30 PM

INTERSTATE COMMERCE COMMISSION

DAVID M. YEARWOOD
GENERAL ATTORNEY
AUG 28 3 25 PM '78
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I.C.C.
FEE OPERATION BR.

Dear Mr. Secretary:

There is transmitted to you herewith for filing and recordation, pursuant to Section 20c of the Interstate Commerce Act, four duly executed counterparts of an Agreement of Partial Release dated as of July 15, 1978 between State Mutual Life Assurance Company of America, whose address is 440 Lincoln Street, Worcester, Massachusetts 01605, and Trust Company Bank, whose address is P. O. Drawer 4625, Atlanta, Georgia 30302.

By this Agreement of Partial Release, State Mutual Life Assurance Company of America released the following equipment:

Six (6) 50-ton 40' 6" box cars bearing the L&N Railroad's road numbers 11262, 11275, 11292, 11296, 11335 and 90291,

Two (2) 50-ton 50' 6" box cars bearing the L&N Railroad's road numbers 109676 and 109680, and

Two (2) 70-ton 50' 6" box cars bearing the L&N Railroad's road numbers 112008 and 112082

from the terms and conditions of that Reconstruction and Conditional Sale Agreement dated as of December 1, 1972, which was filed and recorded with the Interstate Commerce Commission on March 2, 1973 and assigned Recordation No. 6948 and Trust Company Bank released said equipment from the terms and conditions of that Lease of Railroad Equipment dated as of December 1, 1972, which was filed and recorded with the Interstate Commerce Commission on March 2, 1973 and assigned Recordation No. 6948-A.

8-240A366

AUG 28 1978

Date

Fee \$ 10-

ICC Washington, D. C.

INTERSTATE
COMMERCE COMMISSION
RECEIVED

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ADMINISTRATIVE SERVICES
MAIL UNIT

Attached hereto is a draft in the amount of \$10 payable to the Treasurer of the United States to cover the recordation fee for said Agreement of Partial Release.

This letter of transmittal is signed by an officer of Louisville and Nashville Railroad Company designated for the purpose hereof who has knowledge of the matters set forth herein.

After recordation, please return the recorded counterparts of said Agreement of Partial Release to:

Mr. David M. Yearwood
General Attorney
Louisville and Nashville Railroad Company
908 West Broadway
Louisville, Kentucky 40203

Respectfully yours,

Louisville and Nashville Railroad Company

By David M. Yearwood
David M. Yearwood
General Attorney

Attachments

RECORDATION NO. 6948-I Filed & Recorded

Counterpart No. 1
Of 4 Counterparts

AUG 28 1978 3 30 PM

INTERSTATE COMMERCE COMMISSION

AGREEMENT OF PARTIAL RELEASE dated as of July 15, 1978 among
STATE MUTUAL LIFE ASSURANCE COMPANY OF AMERICA and TRUST COMPANY BANK, as
Trustee.

WITNESSETH:

WHEREAS, by a Reconstruction and Conditional Sale Agreement
dated as of December 1, 1972 (hereinafter called the Conditional Sale
Agreement), among State Mutual Life Assurance Company of America (therein
and hereinafter called the Vendor), Louisville and Nashville Railroad
Company (hereinafter called the Lessee), L&N Investment Corporation
(therein and hereinafter called the Builder) and Trust Company Bank, as
Trustee, the Vendor agreed to sell to said Trustee its interest in the
railroad equipment described in Schedule A thereto (hereinafter called
the Equipment) after it has been reconstructed by the Builder;

WHEREAS, by a Lease of Railroad Equipment dated as of
December 1, 1972 (hereinafter called the Lease) between Trust Company
Bank, as Trustee (therein and hereinafter called the Lessor) and the Lessee,
the Lessor leased the Equipment to the Lessee subject to the rights of the
Vendor under the Conditional Sale Agreement;

WHEREAS, the Conditional Sale Agreement was filed and recorded
with the Interstate Commerce Commission, pursuant to Section 20c of the
Interstate Commerce Act, on March 2, 1973 and assigned Recordation No. 6948;

WHEREAS, the Lease was filed and recorded with the Interstate
Commerce Commission, pursuant to Section 20c of the Interstate Commerce
Act, on March 2, 1973 and assigned Recordation No. 6948-A;

WHEREAS, six (6) 50-ton 40' 6" box cars bearing the Lessee's road numbers 11262, 11275, 11292, 11296, 11335 and 90291, two (2) 50-ton 50' 6" box cars bearing the Lessee's road numbers 109676 and 109680, and two (2) 70-ton 50' 6" box cars bearing the Lessee's road numbers 112008 and 112082 (hereinafter called the Casualty Units), subject to the Conditional Sale Agreement and Lease, have suffered Casualty Occurrences;

WHEREAS, the Lessee has paid to the Lessor, pursuant to Section 6 of the Lease, the Casualty Value of the Casualty Units;

WHEREAS, the Lessor, as Vendee under the Conditional Sale Agreement, has paid to the Vendor, pursuant to Article 6 of the Conditional Sale Agreement, the Casualty Value of the Casualty Units;

WHEREAS, the Lessor, as Vendee under the Conditional Sale Agreement, is entitled to receive from the Vendor this instrument confirming passage to the Lessor of the Vendor's right, title and interest in the Casualty Units and the release of the Casualty Units from the terms and conditions of the Conditional Sale Agreement; and

WHEREAS, the Lessee is entitled to receive from the Lessor this instrument confirming passage to the Lessee of the Lessor's right, title and interest in the Casualty Units and the release of the Casualty Units from the terms and conditions of the Lease;

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto do hereby agree as follows:

The Vendor does hereby bargain, sell, assign, transfer and set over to the Lessor its right, title and interest in the Casualty Units and does hereby release the Casualty Units from the terms and conditions of the Conditional Sale Agreement.

The Lessor does hereby bargain, sell, assign, transfer and set over to the Lessee its right, title and interest in the Casualty Units and does hereby release the Casualty Units from the terms and conditions of the Lease.

This instrument may be executed in two or more counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument, which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, the parties hereto have executed or caused this instrument to be executed as of the date first above written.

STATE MUTUAL LIFE ASSURANCE COMPANY OF AMERICA

By

James R. McAuliffe
James R. McAuliffe
Assistant Vice President

NK
BS

(Corporate Seal)

ATTEST:

Norman L. Kasparson
Norman L. Kasparson
Assistant Secretary

TRUST COMPANY BANK,

as Trustee

By

R. M. Belk
R. M. Belk

(Corporate Seal)

ATTEST:

Donaldson
ASST. V.P.

COMMONWEALTH OF MASSACHUSETTS)
) SS:
COUNTY OF WORCESTER)

August,

On this 16th day of ~~July~~ 1978, before me personally appeared James R. McAuliffe, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of State Mutual Life Assurance Company of America, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Walter F. Weldon, Jr.
Notary Public

My Commission expires

WALTER F. WELDON, JR.
NOTARY PUBLIC
MY COMMISSION EXPIRES
NOVEMBER 3, 1978

(Notarial Seal)

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this 14th day of AUG, 1978, before me personally appeared R. M. BELK, to me personally known, who, being by me duly sworn, says that he is Vice President of Trust Company Bank, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Marylyn J. Moore
Notary Public

My Commission expires

Notary Public, Georgia, State at Large
My Commission Expires Aug. 8, 1981

(Notarial Seal)